



Entered on Docket  
June 05, 2006

A handwritten signature in dark ink, appearing to read "Linda B. Riegle".

Hon. Linda B. Riegle  
United States Bankruptcy Judge

Annette W. Jarvis, Utah Bar No. 1649  
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Attorneys for Debtor and Debtor-In-Possession

**UNITED STATES BANKRUPTCY COURT**

**DISTRICT OF NEVADA**

In re:

USA COMMERCIAL MORTGAGE  
COMPANY,

Debtor.

Case Nos. BK-S-06-10725 LBR

Chapter 11

**ORDER GRANTING DEBTOR'S  
APPLICATION TO EMPLOY AND  
RETAIN SCHWARTZER & McPHERSON  
LAW FIRM AS COUNSEL FOR ALL  
DEBTORS)**

Date: May 18, 2006  
Time: 9:30 a.m.

SCHWARTZER & MCPHERSON LAW FIRM  
2850 South Jones Boulevard, Suite 1  
Las Vegas, Nevada 89146-5308  
Tel: (702) 228-7590 · Fax: (702) 892-0122

USA Commercial Mortgage Company ("Debtor"), having filed the Application by Debtor and Debtor In Possession for Authority to Retain and Employ Schwartzer & McPherson Law Firm ("S&M") as counsel Under General Retainer (the "Application"); the Application having been noticed to all creditors, investors and parties in interest; Debtor having been represented by Annette W. Jarvis, of Ray, Quinney & Nebeker, P.C. and Lenard E. Schwartzer, Esq. of Schwartzer & McPherson Law Firm; other appearances having been made upon the record; the Court having considered the objections on file and the oral objections having been made in Court; the Court considering the offer by S&M to limit their employment to the same length of time as the interim employment of Thomas Allison and Mesirow Financial Interim Management, LLC and to seek employment of standby conflict counsel; and good cause appearing, it is hereby

ORDERED that the Application is granted with the following limitations:

1. S&M is required to apply to this Court for allowance of compensation and reimbursement of expenses in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules and the Local Rules of this Court. Subject to this Court's approval, the Debtor proposes to pay S&M at their customary hourly rates in effect from time to time as set forth in the Application, and as may be directed and allocated by Court order;

2. The retainer that S&M received and held as of the date of the petition of the Debtor shall be held and applied to their allowed final compensation and expense reimbursement and any unused portion shall be returned to the Debtor. The fees and costs for pre-petition services paid from the retainer as well as the fees and costs for post-petition services are subject to review and approval by this Court;

3. The Court will consider an extension of the employment of S&M on July 27, 2006 at 9:30 a.m.; and

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1 4. Notice of this Order shall be given as required by the Court's Order Limiting  
2 Notice.

3 Submitted by:

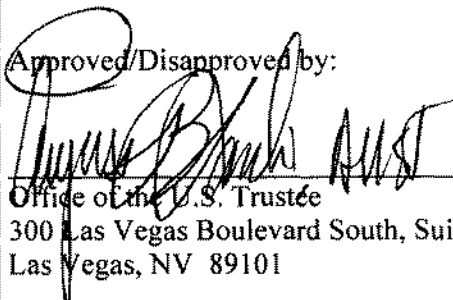
4 Annette W. Jarvis, Utah Bar No. 1649  
5 RAY QUINNEY & NEBEKER P.C.  
6 36 South State Street, Suite 1400  
7 P.O. Box 45385  
8 Salt Lake City, Utah 84145-0385

9 and

10 /s/ Jeanette E. McPherson

11 Lenard E. Schwartzer, Nevada Bar No. 0399  
12 Jeanette E. McPherson, Nevada Bar No. 7423  
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14 2850 South Jones Boulevard, Suite 1  
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16 Attorneys for Debtor and Debtor-In-Possession

17 Approved/Disapproved by:

18   
19 Office of the U.S. Trustee  
20 300 Las Vegas Boulevard South, Suite 4300  
21 Las Vegas, NV 89101

22 ###

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